

**COPY**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

2001 AUG 24 AM 4:27

In re:

\*

W.R. GRACE &amp; CO., INC., et al.

\*

Case No. 01-1139-JJF  
(Chapter 11)CLERK  
U.S. BANKRUPTCY COURT  
DISTRICT OF DELAWARE

Debtors.

\*

(Jointly Administered)

\* \* \* \* \*

**OPPOSITION OF NIRO, INC. TO MOTION OF THE DEBTORS FOR ENTRY  
OF AN ORDER PURSUANT TO SECTIONS 503(b) AND 546 (c)(2) OF THE  
BANKRUPTCY CODE GRANTING ADMINISTRATIVE PRIORITY STATUS  
FOR RECLAMATION CLAIMS DEEMED VALID (PAPER NO. 753)**

Niro, Inc. ("Niro"), by it undersigned counsel, opposes the Motion of the Debtor for Entry of an Order Pursuant to Sections 503(b) and 546(c)(2) of the Bankruptcy Code Granting Administrative Priority Status for Reclamation Claims Deemed Valid (the "Motion"). Niro opposes the Motion because notice of the Motion was not provided to Niro as required by this Court, and the Debtors seek to deny Niro's valid reclamation claim without providing any supporting documentation. In support of this Opposition, Niro states as follows:

**BACKGROUND**

1. On April 18, 2001, Niro, through its undersigned counsel, provided notice of its reclamation claim (the "Reclamation Notice") to the Debtors as required by Section 546 of the Bankruptcy Code and applicable state law. Attached to the Reclamation Notice are supporting invoices and detailed information regarding the goods accepted by the Debtors. A copy of the Reclamation Notice is attached hereto as Exhibit A and incorporated herein by reference.

2. At the request of the Debtors, this Court entered the Order, Under 11 U.S.C. §105(a), 503(b), 546(c) and 546(g) (A) Establishing Procedure for the Treatment of Valid Reclamation Claims and (B) Prohibiting Third Parties from Interfering with Delivery of the Debtors' Goods (Paper No. 191) (the "Reclamation Order").

3. The Reclamation Order provides that the Debtors shall "file a motion, on notice to parties in interest, listing those reclamation claims, if any, which they deem to be valid" and "such motion shall be brought by the Debtors within 90 days of the Court's entry of [Reclamation Order]." Reclamation Order at 2.

4. The Debtors timely filed the Motion, wherein the Debtors seek to deny Niro its reclamation claim because "[t]he product was consumed by Grace prior to Grace receiving the reclamation notice" and "[i]nsufficient information was available to match claim with invoices." Motion at Exh. C.

### **ARGUMENT**

#### **Notice of the Motion Was Insufficient**

5. The Debtors did not serve Niro with the Motion, who is clearly a party in interest and had a right to receive notice. Further, notice of the Motion was never provided to Niro or its counsel by the Debtors or its agents. Indeed, counsel for the Debtors filed the Affidavit of Service of Patricia E. Cuniff (Paper No. 758), who declared under oath that the Motion, notice of the Motion, and proposed Order granting the Motion were served on all parties on the "attached service list(s)" (the "Cuniff Affidavit"). A copy of the Cuniff Affidavit is attached hereto as Exhibit B and incorporated herein by reference. The Cuniff Affidavit does not list Niro or its agents, including counsel, as having been served with the Motion or notice thereof.

6. It was not until today that Niro learned that the Motion had been filed, despite (1) having monitored the docket in this case throughout May, June, July and the month of August; (2) placing numerous telephone calls to counsel to the Debtors through Patricia E. Cuniff (paralegal and affiant with respect to service of the Motion), who has yet to return any calls; and (3) obtaining a copy of the Docket as of August 17, 2001 from the copy service for the Clerk of this Court. These issues are more fully described in the Affidavit of Yvonne Ford attached hereto as Exhibit C and incorporated herein by reference.

7. Accordingly, this Court should deny the Motion as to Niro based upon the lack of notice provided to Niro.

**The Debtors Provide No Evidentiary Basis to Deny Niro's Reclamation Claim**

8. As a basis for denying Niro relief, the Debtors baldly assert that the goods shipped by Niro and accepted by the Debtors were "consumed" by the Debtors or that part of the claim was "unsubstantiated." However, the Debtors provide no documentation or other explanation to buttress the assertion that the goods were consumed or that the detailed invoices provided with the Reclamation Notice do not provide sufficient information for the Debtors.

9. Niro has submitted to the Debtors, through its Reclamation Notice, detailed invoices regarding the goods accepted by the Debtor including part numbers and part descriptions, including (1) two "Atomizer, BB, 8" MCSE-C-28 9108859"; (2) one "Valve, Check, 10#, Oil Inlet 9110780"; and (3) one "Valve, Check, 1/2#, Oil Outlet 9110781."

10. To the extent the Debtors have taken these goods and converted them into finished goods, it should be simple for the Debtors to provide Niro with documentation to substantiate their assertions. To the extent the detailed descriptions of the goods are insufficient for the Debtors to substantiate Niro's claim, the Debtors should be compelled to at least provide an explanation for it assertion.

WHEREFORE, Niro, Inc. requests that this Court deny the Motion and grant such other relief as is just and proper in this case.

DATED this 23<sup>rd</sup> day of August, 2001.



Joel L. Ferrell Jr.<sup>1</sup>

Federal Bar No. 25550 (Dist. of MD)  
Miles & Stockbridge P.C.  
10 Light Street  
Baltimore, Maryland 21202  
(410) 385-3762

Attorneys for Niro, Inc.

---

<sup>1</sup> Counsel to Niro, Inc. is not a member of the bar of this Court. Upon learning of the filing of the Motion, counsel believed it to be in Niro's best interests to file an opposition as soon as possible. Niro will seek local counsel in this case.

Certificate of Service

I HEREBY CERTIFY that on this 23<sup>rd</sup> day of August, 2001, that a true and correct copy of the foregoing Opposition of Niro, Inc. to Motion of the Debtor for Entry of an Order Pursuant to Sections 503(b) and 546(c)(2) of the Bankruptcy Code Granting Administrative Priority Status for Reclamation Claims Deemed Valid was sent by first class mail, postage prepaid, to the following:

James H.M. Sprayregen, Esquire  
Kirkland & Ellis  
200 East Randolph Drive  
Chicago, Illinois 60601

Laura Davis Jones, Esquire  
Pachulski, Stang, Ziehl, Young & Jones, P.C.  
919 North Market Street, 16<sup>th</sup> Floor  
P.O. Box 8705  
Wilmington, Delaware 19899

Frank J. Perch, Esquire  
Office of the U.S. Trustee  
844 King Street  
Wilmington, Delaware 19801

Scott L. Baena, Esquire  
Bilzin, Sumberg, Dunn, Baena, Price & Axelrod  
First Union Financial Center  
200 South Biscayne Blvd., Suite 2500  
Miami, Florida 33131

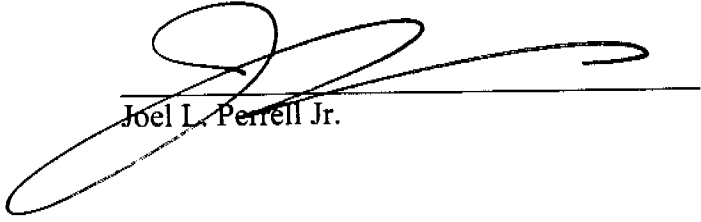
Michael B. Joseph, Esquire  
Ferry & Joseph, P.A.  
824 Market Street, Suite 904  
P.O. Box 1351  
Wilmington, Delaware 19899

Elihu Insulbuch, Esquire  
Caplin & Drysdale  
399 Park Ave., 36<sup>th</sup> Fl.  
New York, New York 10022

Matthew G. Zaleski, III, Esquire  
Campbell & Levine, LLC  
Chase Manhattan Centre, 15<sup>th</sup> Fl.  
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Wilmington, Delaware 19801

Lewis Kruger, Esquire  
Strook & Strook & Lavan  
180 Maiden Lane  
New York, New York 10038

Michael R. Lastowski, Esquire  
Duane, Morris & Hecksher, LLP  
1100 N. Market Street, Suite 1200  
Wilmington, Delaware 19801



Joel L. Perrell Jr.

2/1p 311e  
Reclamation  
Demand

LAW OFFICES

**MILES & STOCKBRIDGE P.C.**

10 LIGHT STREET

BALTIMORE, MARYLAND 21202-1487

TELEPHONE 410-727-6464

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[iperrell@milesstockbridge.com](mailto:iperrell@milesstockbridge.com)

April 18, 2001

**BY FACSIMILE, OVERNIGHT MAIL,  
CERTIFIED MAIL AND FIRST-CLASS MAIL**

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Pachulski, Stang, Ziehl,  
Young & Jones  
919 North Market Street  
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Wilmington, Delaware 19899

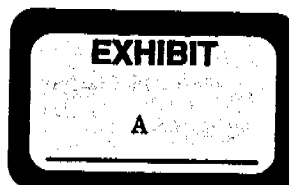
James H.M. Strayregen, Esquire  
Kirkland & Ellis  
200 East Randolph Drive  
Chicago, IL 60601

David B. Siegel, Esquire  
Senior Vice President and General Counsel  
W.R. Grace & Co.  
7500 Grace Drive  
Columbia, MD 21044-4098

***Re: In re W.R. Grace, Inc.  
Case No.: Jointly Administered Case No. 01-01139  
Notice of Reclamation by Niro, Inc.***

Dear Counsel:

I write as counsel to Niro, Inc. ("Niro"). Pursuant to Section 2-702 of the Uniform Commercial Code and 11 U.S.C. § 546 (c), and because of the insolvency and bankruptcy of W.R. Grace & Company, Inc. ("W.R. Grace"), Niro hereby demands the return of all goods that were received by W.R. Grace on or after March 29, 2001. Copies of the invoices which specifically describe the goods shipped by Niro and received by W.R. Grace are attached hereto as Exhibit A.



Laura Davis Jones, Esquire  
James H. M. Sprayregen, Esquire  
David B. Siegel, Esquire  
April 18, 2001  
Page 2

**MILES & STOCKBRIDGE P.C.**

**Unless the goods covered by this request are returned immediately, appropriate measures will be taken by Niro to reclaim the goods pursuant to applicable law. This letter is sent pursuant to applicable bankruptcy law and shall not be construed as a violation of 11 U.S.C. § 362(a).**

Please apprise me of your intentions with regard to this reclamation request. Thank you for your prompt attention to this matter.

Sincerely yours,



Joel L. Perrell Jr.

JLP/jlp

Attachments

cc: Mr. Robert E. Johnson, Jr.  
Mr. Frederick V. Shaw



Laura Davis Jones, Esquire  
James H. M. Sprayregen, Esquire  
David B. Siegel, Esquire  
April 18, 2001  
Page 3

**MILES & STOCKBRIDGE P.C.**

bcc: James C. Doub, Esquire  
Joseph J. Bellinger, Esquire

Exhibit A



NIRO Inc.  
9165 Runway Road  
Columbia, MD 21045-1991  
USA  
Tel 410-997-6700  
Fax 410-997-5021

**REMIT TO**  
P.O. BOX 64162  
BALTIMORE, MD 21264-4162

INVOICE NO.

1013235

SHIPPED TO  
W.R. GRACE - CONN  
7500 GRACE DRIVE  
COLUMBIA MD 21044

OUR ORDER NO.	CUSTOMER NO.	INVOICE DATE	PAGE
611	30965	04-15-01	1

SPECIAL MARKING  
0505130  
BE-0988

ATTN: ACCOUNTS PAYABLE  
W.R. GRACE & COMPANY  
WASHINGTON RESEARCH CENTER  
PO BOX 3247  
LAKE CHARLES LA 70602

CUSTOMER P.O. NO.

4500269276

SHIPPED VIA

DESCRIPTION

TECHNICAL SERVICE CALL BY RMB ON 4/6/01 TO INSPECT USED BOWEN #1 TOWER  
SPRAY DRYER, BE-988. 180.00

1.5 HRS IN-HOUSE SERVICE @ \$120/HK \$180.00

Form # 05-01 (9-97)

TAX

180.00

SPECIAL CHARGES



180.00

Acceptance and delivery of this merchandise is deemed to be in acceptance of the terms contained on the other side.  
Invoice Number must appear on all remittances. Payable in legal currency of the United States.  
Terms Net 30 Days unless otherwise specified.

ACCOUNTING COPY

## INVOICE

## REMIT TO:

REMIT PAYMENT TO:

P.O. BOX 64162

BALTIMORE, MD 21264-4162

## Shipped To:

W.R. GRACE & COMPANY  
DAVISON CHEMICAL DIVISION  
5500 CHEMICAL ROAD  
BALTIMORE MD 21226-1698  
USA

Invoice No.: 49675  
Invoice Date: 04-04-01  
Order Number: 28948  
Order Date: 04-04-01

Page  
1

## Sold To:

W.R. GRACE & COMPANY  
CURTIS BAY WORKS  
5500 CHEMICAL ROAD  
BALTIMORE MD 21226-1698  
USA

Customer PO: 4500263899  
Customer Number: 005605  
Customer Contact: LINDA

Date Shipped: 04-04-01  
Shipped Via: UPS

\*\*\*\*\* PROFORMA COPY ONLY \*\*\*\*\*

QUAN. ORDERED	UM	PART NUMBER	DESCRIPTION	QUANTITY SHIPPED	QUANTITY B.O.	UNIT PRICE	EXTENSION
2	EA	0043-05	VALVE, CHECK, 10#, OIL INLET 9110780	2	0	96.87	193.74
2	EA	0043-03	VALVE, CHECK, 1/2#, OIL OUTLET 9110781	2	0	102.30	204.60
		***	FREIGHT			4.18	
							398.34

NET 398.34

TAX 0.00

SPECIAL CHARGES 4.18

TOTAL AMOUNT DUE 402.52

Acceptance and delivery of this merchandise is deemed to be in acceptance  
of the terms included herein.  
Invoice Number must appear on all remittances. Payable in legal currency of the United States.  
Terms Net 30 Days unless otherwise specified.

INVOICE

PAYMENT DATE	PAYMENT AMOUNT	BALANCE DUE
		402.52

# INVOICE

**REMIT TO:**  
**REMIT PAYMENT TO:**  
**P.O. BOX 64162**  
**BALTIMORE, MD 21264-4162**

Shipped To:

W.R. GRACE & COMPANY  
 DAVISON CHEMICAL DIVISION  
 5500 CHEMICAL ROAD  
 BALTIMORE MD 21226-1698  
 USA

Invoice No.: 49668  
 Invoice Date: 03-30-01  
 Order Number: 28942  
 Order Date: 03-29-01

Page  
1

Sold To:

W.R. GRACE & COMPANY  
 CURTIS BAY WORKS  
 5500 CHEMICAL ROAD  
 BALTIMORE MD 21226-1698  
 USA

Customer PO: 4500254478  
 Customer Number: 005605  
 Customer Contact: LINDA  
 Date Shipped: 03-30-01  
 Shipped Via: WARD-PREPAID & ADD

***** PROFORMA COPY ONLY *****							
QUAN. ORDERED	UM	PART NUMBER	DESCRIPTION	QUANTITY SHIPPED	QUANTITY I.O.	UNIT PRICE	EXTENSION
1	EA	36-001	PARTS TO REPAIR BB-6, S/N 183A	1	0	5,116.97	5,116.97
1	EA	36-001L	LABOR TO REPAIR BB-6, S/N 183A	1	0	2,340.00	2,340.00
		***	FREIGHT			84.44	
							7,456.97

NET 7,456.97  
 TAX 0.00  
 SPECIAL CHARGES 84.44

TOTAL AMOUNT DUE 7,541.41

Acceptance and delivery of this merchandise is deemed to be in acceptance of the terms included herein.  
 Invoice Number must appear on all remittances. Payable in legal currency of the United States.  
 Terms Net 30 Days unless otherwise specified.

INVOICE

PAYMENT DATE	PAYMENT AMOUNT	BALANCE DUE
		7541.41

# INVOICE

## REMIT TO:

REMIT PAYMENT TO:

P.O. BOX 64162

BALTIMORE, MD 21264-4162

## Shipped To:

W.R. GRACE & COMPANY  
DAVISON CHEMICAL DIVISION  
5500 CHEMICAL ROAD  
BALTIMORE MD 21226-1698  
USA

Invoice No.: 49665  
Invoice Date: 03-29-01

Page  
1

Order Number: 28941  
Order Date: 03-29-01

## Sold To:

W.R. GRACE & COMPANY  
CURTIS BAY WORKS  
5500 CHEMICAL ROAD  
BALTIMORE MD 21226-1698  
USA

Customer PO: 4500255214  
Customer Number: 005605  
Customer Contact: LINDA

Date Shipped: 03-29-01  
Shipped Via: UPS C.O.D. PARTS + FRT.

***** PROFORMA COPY ONLY *****							
QUAN. ORDERED	UM	PART NUMBER	DESCRIPTION	QUANTITY SHIPPED	QUANTITY B.O.	UNIT PRICE	EXTENSION
30	EA	32-402	ATOMIZER, BB, 8" MCSE-C-28	2	28	3,600.00	7,200.00
			9108859			10.48	
		***	FREIGHT				
							7,200.00

NET 7,200.00  
TAX 0.00

SPECIAL CHARGES 10.48

TOTAL AMOUNT DUE 7,210.48

Acceptance and delivery of this merchandise is deemed to be in acceptance of the terms included herein.  
Invoice Number must appear on all remittances. Payable in legal currency of the United States.  
Terms Net 30 Days unless otherwise specified.

## INVOICE

PAYMENT DATE	PAYMENT AMOUNT	BALANCE DUE
		7210.48



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

Chapter 11

W. R. GRACE & CO., et al.,<sup>1</sup>

Debtors.

Case No. 01-01139 (RJN)  
Jointly Administered

**AFFIDAVIT OF SERVICE**

STATE OF DELAWARE )

COUNTY OF NEW CASTLE )

)SS

Patricia E. Cuniff, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young & Jones P.C., co-counsel for the Debtors, in the above-captioned action, and that on the 30th day of July, 2001 she caused a copy of the following document(s) to be served upon the attached service list(s) in the manner indicated:

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

1. Notice of Motion of the Debtors for Entry of an Order Pursuant to Sections 503(b) and 546(c)(2) of the Bankruptcy Code Granting Administrative Priority Status for Reclamation Claims Deemed Valid;


2. Motion of the Debtors for Entry of an Order Pursuant to Sections 503(b) and 546(c)(2) of the Bankruptcy Code Granting Administrative Priority Status for Reclamation Claims Deemed Valid; and

3. Order Pursuant to Sections 503(b) and 546(c)(2) of the Bankruptcy Code Granting Administrative Priority Status for Reclamation Claims Deemed Valid

Dated: July 30, 2001

  
Patricia E. Cuniff

Sworn to and subscribed before  
me this 30th day of July, 2001

  
Notary Public  
My Commission Expires: 02/11/02

W. R. Grace 2002 Service List  
Case No. 01-1139 (RJN)  
Doc. No. 22588  
July 31, 2001  
23 – Hand Delivery  
08 – Overnight Delivery  
156 – First Class Mail

(Counsel to Debtors and Debtors in Possession)  
Laura Davis Jones, Esquire  
David Carickhoff, Esquire  
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(Counsel to Debtors and Debtors in Possession)  
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**Hand Delivery**  
(Copy Service)  
Parcels, Inc.  
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10th & King Streets  
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(Counsel for Wachovia Bank, N.A.)  
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(Counsel for First Union Leasing)  
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(Counsel for Entergy Services, Inc.)  
Eric Lopez Schnabel, Esquire  
James H. Joseph, Esquire  
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1000 West Street, Suite 1410  
Wilmington, DE 19801

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(Zonolite Attic Litigation Plaintiffs)  
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Eluzon Austin Reardon Tarlov & Mondell, P.A.  
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(Counsel to Debtor)  
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James Kapp, III, Esquire  
Kirkland & Ellis  
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***Overnight Delivery***

(United States Trustee)  
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Office of the United States Trustee  
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Philadelphia, PA 19106

**Overnight Delivery**

(Canadian counsel for Debtor)  
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Ontario  
Canada M5H 3T4

**Overnight Delivery**

(W. R. Grace & Co.)  
David B. Siegel  
W.R. Grace and Co.  
7500 Grace Drive  
Columbia, MD 21044

**Overnight Delivery**

(Official Committee of Personal Injury Claimants)  
Elihu Inselbuch, Esquire  
Rita Tobin, Esquire  
Caplin & Drysdale, Chartered  
399 Park Avenue, 36<sup>th</sup> Floor  
New York, NY 10022

**Overnight Delivery**

(Official Committee of Unsecured Creditors)  
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Philadelphia, PA 19107-3603

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

\*

W.R. GRACE & CO., INC., et al.

\*

Case No. 01-1139-JJF

(Chapter 11)

Debtors.

\*

(Jointly Administered)

\* \* \* \* \*

AFFIDAVIT OF YVONNE FORD

CITY OF BALTIMORE )

)

TO WIT:

STATE OF MARYLAND )

)

I, Yvonne Ford, being duly sworn, depose as follows and say:

1. I have monitored the docket approximately one to two times a week since the Reclamation Order (as defined in the Opposition) was entered in May 2001 pertaining to reclamation claims.

2. Since July 27, 2001, although the Web Pacer docket did not reflect entries subsequent to this date, I did not think this was unusual since I have found the docketing runs behind frequently on the Web Pacer system. I was unaware of the Delaware Bankruptcy Court's conversion of their docketing system to the CM/ECF system until August 23, 2001.

3. On July 30, 2001, I made a telephone call to Patricia Cuniff, a paralegal at Pachulski, Stang, Ziehl, Young & Jones (counsel to the Debtors), to inquire whether the Debtor had filed a motion pertaining to reclamation claims. Ms. Cuniff was unavailable when I called, and I left a voicemail message for her. I never received a response to my voicemail message.





4. On August 10, 2001 I made two follow up telephone calls to Ms. Cuniff with regard to whether the Debtor had filed a motion pertaining to reclamation claims. Ms. Cuniff was again unavailable when I called, and I left two voicemail messages. I never received a response to my messages.

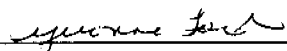
5. On August 17, 2001, I again telephoned Ms. Cuniff, and left another message requesting a telephone call back regarding whether the Debtor had filed a motion pertaining to reclamation claims. I did not receive a response to my message.

6. On August 17, 2001, I requested from Parcels, Inc., a copy of the W.R. Grace docket for the period from July 15, 2001 through August 17, 2001. The docket was faxed to our office at approximately 11:59 a.m. The docket provided ends at docket entry number 749 on July 27, 2001. A copy of the docket provided is attached hereto as Exhibit 1. Upon review of this docket, I again believed I had no way of confirming what documents had been filed with the Delaware Bankruptcy Court since July 27, 2001.

7. On August 23, 2001, I discovered that the Delaware Bankruptcy Court's docketing system had been converted to the CM/ECF system.

8. On August 23, 2001, after reviewing the docket in this case under the CM/ECF system, I discovered that the Debtors filed the Motion (as defined in the Opposition).

I DO SOLEMNLY AFFIRM UNDER THE PENALTIES OF PERJURY THAT THE CONTENTS OF THE FOREGOING AFFIDAVIT ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE, INFORMATION, AND BELIEF.

  
\_\_\_\_\_  
Yvonne Ford

**U.S. Bankruptcy Court  
District of Delaware (Delaware)  
Bankruptcy Petition #: 01-01139-JJF**

*Assigned to:* Joseph J. Farnan Jr  
Chapter 11  
Previous chapter 11  
Voluntary  
Asset

*Date Filed:* 04/02/2001

**W.R. GRACE & CO.**  
7500 Grace Drive  
Columbia, MD 21044  
SSN: NA  
Tax id: 65-0773649  
**Debtor**

**LAURA  
DAVIS JONES  
PACHULSKI,  
STANG, ZIEHL  
ET AL**  
represented by **P.O. BOX 8705  
WILMINGTON,  
DE 19899-8705  
302 652-4100**

**NOT YET APPOINTED**  
**Trustee**

Filing Date	#	Docket Text
07/27/2001	749	SUPPLEMENTAL Affidavit and Disclosure on Behalf of FTI Policano & Manzo [Edwin N. Ordway Jr.] , [CN] CERTIFICATE of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #698 (Entered: 07/27/2001)
07/27/2001	748	APPLICATION for Compensation and for Reimbursement of Expenses [First Interim] [6/16/01 - 6/30/01] [Campbell & Levine LLC] [Filed by Matthew G. Zaleski, atty/ OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS] , [CN]

EXHIBIT

		NOTICE of Application [Hearing only if objections filed by 8/17/01 at 4:00 pm] , [CN], ORIGINAL NIBS DOCKET ENTRY #697 (Entered: 07/27/2001)
07/27/2001	747	APPLICATION for Compensation and for Reimbursement of Expenses [First Interim] [4/12/01 - 6/30/01] [Caplin & Drysdale Chartered] [Filed by Rita C. Tobin, atty/ OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS] , [CN] NOTICE of Application [Hearing only if objections filed by 8/17/01 AT 4:00 PM] , [CN], ORIGINAL NIBS DOCKET ENTRY #696 (Entered: 07/27/2001)
07/26/2001	746	AFFIDAVIT Under 11 U.S.C. • 327[e] [J. Douglas Drushal] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #695 (Entered: 07/27/2001)
07/26/2001	745	AFFIDAVIT Under 11 U.S.C. • 327[e] [Barry Willner] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #694 (Entered: 07/27/2001)
07/26/2001	744	AFFIDAVIT Under 11 U.S.C. • 327[e] [Charles L. Anderson] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #693 (Entered: 07/27/2001)
07/26/2001	743	AFFIDAVIT Under 11 U.S.C. • 327[e] [Howard J. Coffey] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #692 (Entered: 07/27/2001)
07/26/2001	742	AFFIDAVIT Under 11 U.S.C. • 327[e] [Kevin Wilson] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #691 (Entered: 07/27/2001)

07/26/2001	741	AFFIDAVIT Under 11 U.S.C. • 327[e] [Pierre Cantin] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #690 (Entered: 07/27/2001)
07/26/2001	740	AFFIDAVIT Under 11 U.S.C. • 327[e] [Beatrice Arronis] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #689 (Entered: 07/27/2001)
07/26/2001	739	AFFIDAVIT Under 11 U.S.C. • 327[e] [Robert P. Kristoff] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #688 (Entered: 07/27/2001)
07/26/2001	738	AFFIDAVIT Under 11 U.S.C. • 327[e] [John M. Agnello] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #687 (Entered: 07/27/2001)
07/26/2001	737	AFFIDAVIT Under 11 U.S.C. • 327[e] [Gerald J. Petros] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #686 (Entered: 07/27/2001)
07/26/2001	736	AFFIDAVIT Under 11 U.S.C. • 327[e] [Jonathan P. Pearson] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #685 (Entered: 07/27/2001)
07/26/2001	735	AFFIDAVIT Under 11 U.S.C. • 327[e] [Edwin S. Hopson] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #684 (Entered: 07/27/2001)
07/26/2001	734	AFFIDAVIT Under 11 U.S.C. • 327[e] [John McGahren] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #683 (Entered: 07/27/2001)

07/26/2001	733	AFFIDAVIT Under 11 U.S.C. • 327[e] [John P. Merrick] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #682 (Entered: 07/27/2001)
07/26/2001	732	AFFIDAVIT Under 11 U.S.C. • 327[e] [Alfred T. DeMaria] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #681 (Entered: 07/27/2001)
07/26/2001	731	AFFIDAVIT Under 11 U.S.C. • 327[e] [Brian Doherty] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #680 (Entered: 07/27/2001)
07/26/2001	730	AFFIDAVIT Under 11 U.S.C. • 327[e] [John R. Halleran] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #679 (Entered: 07/27/2001)
07/26/2001	729	AFFIDAVIT Under 11 U.S.C. • 327[e] [Damon S. Bailey] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #678 (Entered: 07/27/2001)
07/26/2001	728	AFFIDAVIT Under 11 U.S.C. • 327[e] [William F. Kershew] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #677 (Entered: 07/27/2001)
07/26/2001	727	AFFIDAVIT Under 11 U.S.C. • 327[e] [Norman R. Buchsbaum] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #676 (Entered: 07/27/2001)
07/26/2001	726	AFFIDAVIT Under 11 U.S.C. • 327[e] [Edward J. Fonti] , [CN] AFFIDAVIT of Service , [CN], ORIGINAL NIBS DOCKET ENTRY #675 (Entered: 07/27/2001)

07/25/2001	725	MOTION for Order Extending Debtors' Exclusive Periods in Which to File a Chapter 11 Plan and to Solicit Votes Thereon [filed by David Carickhoff, Atty./DEBTORS] , [DSC] NOTICE of Motion , [DSC] AFFIDAVIT of Service , [DSC], ORIGINAL NIBS DOCKET ENTRY #674 (Entered: 07/27/2001)
07/25/2001	724	CERTIFICATION of No Objection [filed by Rick Miller, Atty./OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS] Re: Item # 628, [DSC] CERTIFICATE of Service , [DSC], ORIGINAL NIBS DOCKET ENTRY #673 (Entered: 07/27/2001)
07/25/2001	723	CERTIFICATION of No Objection [filed by Rick Miller, Atty./OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS] Re: Item # 629, [DSC] CERTIFICATE of Service , [DSC], ORIGINAL NIBS DOCKET ENTRY #672 (Entered: 07/27/2001)
07/25/2001	722	AFFIDAVIT [THIRD SUPPLEMENTAL] of James H.M. Sprayregen , [DSC], ORIGINAL NIBS DOCKET ENTRY #671 (Entered: 07/27/2001)
07/25/2001	721	CERTIFICATION of No Objection [Filed by Rick Miller, Atty./OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS] Re: Item # 609, [DSC] CERTIFICATE of Service , [DSC], ORIGINAL NIBS DOCKET ENTRY #670 (Entered: 07/27/2001)
07/24/2001	720	WITHDRAWAL of Objection [filed by Beth E. Rogers, Atty./DALEEN TECHNOLOGIES, INC.] Re: Item # 337, [DSC], ORIGINAL NIBS DOCKET ENTRY #669 (Entered: 07/27/2001)

07/24/2001	719	MOTION for Admission Pro Hac Vice [Filed by David Foust, Asst. Atty. Gen./MICHIGAN] , [DSC], ORIGINAL NIBS DOCKET ENTRY #668 (Entered: 07/27/2001)
07/24/2001	718	AFFIDAVIT of Service Re: Item # 717, [DSC], ORIGINAL NIBS DOCKET ENTRY #667 (Entered: 07/27/2001)
07/24/2001	717	MOTION for Admission Pro Hac Vice [Jay M. Sakalo, Esq.] [filed by Theodore Tacconelli, Atty./OFFICIAL COMMITTEE OF ASBESTOS PROPERTY DAMAGE CLAIMANTS] , [DSC], ORIGINAL NIBS DOCKET ENTRY #666 (Entered: 07/27/2001)
07/24/2001	716	TRANSCRIPT of Hearing July 19, 2001 , [DSC], ORIGINAL NIBS DOCKET ENTRY #665 (Entered: 07/27/2001)
07/23/2001	715	CREDITOR'S Notice of Hearing on 09/07/01 at 01:00 P.M. at U.S. District Court, 844 King Street, Wilmington, 19801, [DSC], ORIGINAL NIBS DOCKET ENTRY #664 (Entered: 07/27/2001)
07/23/2001	705	NOTICE of Appearance and Request for Service of Notices and Documents [Filed by Susan Breymaier, Atty/U.S. POSTAL SERVICE] , [MDW] CERTIFICATE of Service , [MDW], ORIGINAL NIBS DOCKET ENTRY #654 (Entered: 07/27/2001)
07/23/2001	704	MOTION for Admission Pro Hac Vice of Randall S. Royer [Filed by same] , [MDW], ORIGINAL NIBS DOCKET ENTRY #653 (Entered: 07/27/2001)
07/23/2001	703	MOTION for Admission Pro Hac Vice of Thomas A. Kulick [Filed by same] , [MDW], ORIGINAL NIBS DOCKET ENTRY #652 (Entered: 07/27/2001)

07/23/2001	702	MOTION for Order Compelling Debtors to Supplement Statements of Financial Affairs [Filed by James D. Freeman, Atty/U.S. DEPARTMENT OF JUSTICE ENVIRONMENTAL ENFORCEMENT SECTION] ; [MDW] MEMORANDUM in Support of Motion , [MDW] NOTICE of Motion and Hearing [Hearing only if objections filed by 8/30/01 at 4:00 PM] on 09/07/01 at 01:00 P.M. at U.S. District Court, 844 King Street, 6th Floor, Courtroom #6A, Wilmington, 19801, [MDW] CERTIFICATE of Service , [MDW], ORIGINAL NIBS DOCKET ENTRY #651 (Entered: 07/27/2001)
07/20/2001	714	NOTICE of Appearance and Request for Service of Notices and Documents [filed by Christopher Momjian, Senior Deputy Attorney General/STATE OF PENNSYLVANIA] , [DSC], ORIGINAL NIBS DOCKET ENTRY #663 (Entered: 07/27/2001)
07/19/2001	713	COURT Reporter's Tape from Hearing on July 19, 2001 , [DSC], ORIGINAL NIBS DOCKET ENTRY #662 (Entered: 07/27/2001)
07/19/2001	712	NOTICE of Appearance and Request for Service of Notices and Documents [Filed by Thomas Matz, Atty./SNACK, INC.] , [DSC] CERTIFICATE of Service , [DSC], ORIGINAL NIBS DOCKET ENTRY #661 (Entered: 07/27/2001)
07/19/2001	711	ORDER Signed and Located in Original Document Re: Item # 690, [DSC], ORIGINAL NIBS DOCKET ENTRY #660 (Entered: 07/27/2001)
07/19/2001	710	ORDER Authorizing the Employment and Retention of Kinsella Communications, Ltd. as Notice Consultant for the Debtors and Debtors in Possession , [DSC], ORIGINAL NIBS DOCKET ENTRY #659 (Entered: 07/27/2001)



07/19/2001	709	ORDER Authorizing and Approving an Omnibus Procedure for Settling Certain Claims and Causes of Action Brought by or Against the Debtors in a Judicial, Administrative, Arbitral or Other Action or Proceeding , [DSC], ORIGINAL NIBS DOCKET ENTRY #658 (Entered: 07/27/2001)
07/19/2001	708	ORDER Extending the Period Within Which the Debtors May Remove Actions , [DSC], ORIGINAL NIBS DOCKET ENTRY #657 (Entered: 07/27/2001)
07/19/2001	707	ORDER Authorizing the Retention and Employment of Reed Smith LLP as Special Asbestos Products Liability Defense Counsel for the Debtors , [DSC], ORIGINAL NIBS DOCKET ENTRY #656 (Entered: 07/27/2001)
07/19/2001	706	ORDER Authorizing the Retention and Employment of Holme Roberts & Owen LLP as Special Environmental Counsel for the Debtors , [DSC], ORIGINAL NIBS DOCKET ENTRY #655.(Entered: 07/27/2001)
07/19/2001	701	ORDER Authorizing Debtors to Employ Nelson Mullins Riley & Scarborough, LLP as Special Counsel to the Debtors , [SBM], ORIGINAL NIBS DOCKET ENTRY #650 (Entered: 07/26/2001)
07/19/2001	700	HEARING Held [OMNIBUS] [See Proceeding Memo] , [SBM], ORIGINAL NIBS DOCKET ENTRY #649 (Entered: 07/26/2001)
07/18/2001	698	ORDER Signed and Located in Original Document Authorizing Retention of Counsel/OFFICIAL COMMITTEE/ASBESTOS PERSONAL INJURY CLAIMANTS.][Order actually located in Doc #632] [CAMPBELL & LEVINE, LLC] Re: Item # 602, [JW], ORIGINAL NIBS DOCKET ENTRY #647 (Entered: 07/19/2001)

07/18/2001	697	ORDER Signed and Located in Original Document Authorizing Retention of Delaware Counsel/COMMITTEE/Asbestos Personal Injury Claimants Committee [Order actually located in Doc #579][ASHBY & GEDDES, P.A.] Re: Item # 528, [JW], ORIGINAL NIBS DOCKET ENTRY #646 (Entered: 07/19/2001)
07/18/2001	696	ORDER Signed and Located in Original Document Re: Item # 627, [JW], ORIGINAL NIBS DOCKET ENTRY #645 (Entered: 07/19/2001)
07/18/2001	695	ORDER Signed and Located in Original Document Authorizing Employment of Special Counsel [Nelson Mullins Riley & Scarborough, LLP] Re: Item # 500, [JW], ORIGINAL NIBS DOCKET ENTRY #644 (Entered: 07/19/2001)
07/18/2001	694	ORDER Signed and Located in Original Document Authorizing Retention & Employment of Special Environmental Counsel [Holme Roberts & Owen LLP] Re: Item # 483, [JW], ORIGINAL NIBS DOCKET ENTRY #643 (Entered: 07/19/2001)
07/18/2001	693	ORDER Signed and Located in Original Document [Shorten Notice] Re: Item # 665, [JW], ORIGINAL NIBS DOCKET ENTRY #642 (Entered: 07/19/2001)
07/18/2001	692	RESPONSE to Joint Motion for Authority to Prosecute Fraudulent Transfer Claims [CORRECTED] [Filed by Cheryl Siskin, Atty./SEALED AIR CORPORATION.] Re: Item # 656, [JW] & Re: Item # 600, [JW] CERTIFICATE of Service , [JW], ORIGINAL NIBS DOCKET ENTRY #641 (Entered: 07/19/2001)

07/18/2001	691	COUNSEL'S Agenda with Matters Scheduled [AMENDED] on 07/19/01 at 12:00 P.M. at Alternate Meeting Site, See Docket for More Information Re: Item # 686, [JW], ORIGINAL NIBS DOCKET ENTRY #640 (Entered: 07/19/2001)
07/18/2001	690	MOTION for Admission Pro Hac Vice w/Certifications [Elihu Inselbuch, Esq., Rita C. Tobin, Esq., Julie W. Davis, Esq., Trevor W. Swett, III, Esq. & Nathan D. Finch, Esq.] [Filed by Matthew G. Zaleski, III, Atty./OFFICIAL COMMITTEE/ASBESTOS PERSONAL INJURY CLAIMANTS.], [JW] CERTIFICATE